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Counsel to the Liquidating Trustee

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION

----- x
In re: : Chapter 11
: Case No. 08-35653 (KRH)
CIRCUIT CITY STORES, INC., et al., :
Debtors. : Jointly Administered
----- x

**SEVENTH ORDER REGARDING LIQUIDATING TRUST'S THIRTY-NINTH
OMNIBUS OBJECTION TO LANDLORD CLAIMS
(REDUCTION OF CERTAIN INVALID CLAIMS-MITIGATION)**

THIS MATTER having come before the Court¹ on the Liquidating Trust's Thirty-Ninth
Omnibus Objection to Landlord Claims (Reduction of Certain Invalid Claims-Mitigation), (the
"Objection"), which requested, among other things, that the claims specifically identified on
Exhibit B attached to the Objection be reduced or disallowed for those reasons set forth in the
Objection; and it appearing that due and proper notice and service of the Objection as set forth
therein was good and sufficient and that no other further notice or service of the Objection need
be given; and it further appearing that no response was timely filed or properly served by the
Claimants being affected by this Order; and it appearing that the relief requested on the
Objection is in the best interest of the Liquidating Trust, the Debtors' estates and creditors and
other parties-in-interest; and after due deliberation thereon good and sufficient cause exists for
the granting of the relief as set forth herein,

IT IS HEREBY ORDERED ADJUDGED AND DECREED THAT:

1. The Court will conduct a status conference on October 24, 2013 at 2:00 p.m. for
all of the Claims identified on Exhibit A attached hereto.
2. The Liquidating Trust's rights to object to any claim including (without
limitation) the Claims subject to the Objection, on any grounds that applicable law permits, are
not waived and are expressly reserved.
3. The Liquidating Trust shall serve a copy of this Order on the claimants included
on the exhibits to this Order on or before five (5) business days from the entry of this Order.

¹ Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Objection.

4. This Court shall retain jurisdiction to hear and determine all matters arising from or relating to this Order.

Dated: Richmond, Virginia
_____, 2013

HONORABLE KEVIN R. HUENNEKENS
UNITED STATES BANKRUPTCY JUDGE

WE ASK FOR THIS:

TAVENNER & BERAN, PLC

/s/ Lynn L. Tavenner

Lynn L. Tavenner (VA Bar No. 30083)
Paula S. Beran (VA Bar No. 34679)
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(212) 561-7700

*Counsel to the Circuit City Stores, Inc.
Liquidating Trust*

CERTIFICATION OF ENDORSEMENT UNDER LOCAL RULE 9022-1(C)

Pursuant to Local Bankruptcy Rule 9022-1(C), I hereby certify that the foregoing proposed order has been endorsed by or served upon all necessary parties.

/s/ Lynn L. Tavenner

Lynn L. Tavenner

**In re Circuit City Stores,
Inc, et al. Case No. 08-35653 (KRH)**

**Exhibit A to Seventh Order Regarding Liquidating Trust's Thirty-Ninth Omnibus Objection to Landlord Claims
Alphabetical Listing of Claims for Which Status Conference Will Take Place on October 24, 2013 at 2:00 p.m.**

Claim Number	Claim Holder Name and Address
14515	1003 College Station LLC Attn Michael Mason President c/o Fairfield Financial Group Inc Managing 8 Greenway Plz Ste 1100 Houston, TX 77046
12708	4110 Midland LLC Attn Michael Mason Pres Fairfield Financial Group Inc Managing Me 8 Greenway Plz Ste 1100 Houston, TX 77046
12710	4905 Waco LLC Attn Michael Mason President c/o Fairfield Financial Group Inc Managing 8 Greenway Plz Ste 1100 Houston, TX 77046
11702	9121 East 71st Street Holdings LLC c/o Lawrence A Katz Kristen E Burgers Venable LLP 8010 Towers Crescent Dr Ste 300 Vienna, VA 22182
12682	Abercorn Common LLLP C O LNR PARTNERS LLC 1601 WASHINGTON AVE STE 700 Miami Beach, FL 33139

Claim Number	Claim Holder Name and Address
12241	Abilene Ridgemont LLC c/o Douglas C Noble McCraney Montagnet & Quin 602 Steed Rd Ste 200 Ridgeland, MS 39157
14599	Abiline Ridgemont LLC Douglas C Noble Phelps Dunbar LLP PO Box 23066 Jackson, MS 39225
12498	Alexander H Bobinski as Trustee under Trust No 1001 Alexander Bobinski 1351 N Courtenay Pkwy Ste AA Merritt Island, FL 32953
12695	Alexanders Rego Shopping Center Inc Attn Mei Cheng c/o Vornado Realty Trust 210 Rte 4 E Paramus, NJ 07652
12314	Altamonte Springs Real Estate Associates LLC c/o Yale Realty Services Corp 10 New King St Ste 102 West Harrison, NY 10604-1208
12697	AMHERST VF LLC ATTN MEI CHENG C O VORNADO REALTY TRUST 210 RTE 4 E PARAMUS, NJ 07652

Claim Number	Claim Holder Name and Address
11937	Anna Schwartz Zoltan Schwartz Deborah Landman Eli Landman Attn Mencahem O Zelmanovitz Morgan Lewis & Bockius LLP 101 Park Ave New York, NY 10178-0060
9506	Ave Forsyth LLC Cousins Store No 4252 Thomas J Leanse Esq c o Katten Muchin Rosenman LLP 2029 Century Pk E 26th Fl Los Angeles, CA 90067
12513	Baker Natick Promenade LLC John C La Liberte Esq Sherin and Lodgen LLP 101 Federal St Boston, MA 02110
9488	Bank of America NA as successor by merger to LaSalle Bank National Association as Trustee for the Registered Peyton Inge c o Capmark Finance Inc 700 N Pearl St Ste 2200 Dallas, TX 75201
9449	Bank of America NA as successors by merger to LaSalle Bank National Association as Trustee for the Registered Peyton Inge c o Capmark Finance Inc 700 N Pearl St Ste 2200 Dallas, TX 75201
11929	Bank of America National Association as Successor by Merger to LaSalle Bank National Association as Trustee for the Registered Holders of CDC Commercial M c o Capmark Finance Inc Peyton Inge 700 N Pearl St Ste 2200 Dallas, TX 75201

Claim Number	Claim Holder Name and Address
9721	Bank of America National Association as successor by merger to LaSalle Bank National Association fka LaSalle National Peyton Inge c/o Capmark Finance Inc 700 N Pearl St Ste 2200 Dallas, TX 75201
9734	Bank of America National Association as successor by merger to LaSalle Bank National Association fka LaSalle National Peyton Inge c/o Capmark Finance Inc 700 N Pearl St Ste 2200 Dallas, TX 75201
9724	Bank of America National Association as successor by merger to LaSalle Bank National Association fka LaSalle National Peyton Inge c/o Capmark Finance Inc 700 N Pearl St Ste 2200 Dallas, TX 75201
14859	Bank of America National Association as Successor by Merger to LaSalle Bank National Association fka LaSalle National c/o Berkadia Commercial Mortgage LLC Geraldine Kohut 1 Park Plz Ste 1200 Irvine, CA 92614
9051	Bank of America National Association As Sucsessor By Merger to LaSalle Bank National Association fka LaSalle National Peyton Inge c/o Capmark Finance Inc 700 N Pearl St Ste 2200 Dallas, TX 75201
12663	Bank of America National Association Successor by Merger to LaSalle Bank National Association Attn Diane Schapiro c/o Berkadia Commercial Mortgage LLC 700 N Pearl St Ste 2200 Dallas, TX 75201

Claim Number	Claim Holder Name and Address
9740	Bank of America National Association Successor By Merger to LaSalle Bank National Association fka LaSalle National Peyton Inge c/o Capmark Finance Inc 700 N Pearl St Ste 2200 Dallas, TX 75201
9707	Bank of America National Association Successor By Merger to LaSalle Bank National Association fka LaSalle National Peyton Inge c/o Capmark Finance Inc 700 N Pearl St Ste 2200 Dallas, TX 75201
9454	Bank of America National Association Successor By Merger to LaSalle Bank National Association fka LaSalle National Peyton Inge c/o Capmark Finance Inc 700 N Pearl St Ste 2200 Dallas, TX 75201
9704	Bank of America National Association Successor By Merger to LaSalle Bank National Association fka LaSalle National Peyton Inge c/o Capmark Finance Inc 700 N Pearl St Ste 2200 Dallas, TX 75201
10028	Bank of America National Association Successor By Merger to LaSalle Bank National Association fka LaSalle National Peyton Inge c/o Capmark Finance Inc 700 N Pearl St Ste 2200 Dallas, TX 75201
10030	Bank of America National Association Successor By Merger to LaSalle Bank National Association fka LaSalle National Peyton Inge c/o Capmark Finance Inc 700 N Pearl St Ste 2200 Dallas, TX 75201

Claim Number	Claim Holder Name and Address
9050	Bank of America National Association Successor By Merger to LaSalle Bank National Association fka LaSalle National Peyton Inge c/o Capmark Finance Inc 700 N Pearl St Ste 2200 Dallas, TX 75201
9916	Bank of America National Association Successor by Merger to LaSalle National Bank a Nationally Chartered Bank as c/o Capmark Finance Inc Payton Inge 700 N Pearl St Ste 2200 Dallas, TX 75201
12692	Basile Limited Liability Company c/o Midland Loan Services Inc a Delaware Corporation Midland Loan Services Inc c/o JP Morgan Chase Lockbox 974754 PNC Bank Lockbox 14800 Frye Rd TX1 0006 Fort Worth, TX 76155
8678	Basser Kaufman 222 LLC Attn James S Carr Esq Robert L LeHane E Kelley Drye & Warren LLP 101 Park Ave New York, NY 10178
12507	Basser Kaufman 312 LLC Attn James S Carr Esq Robert L LeHane Esq Kelley Drye & Warren LLP 101 Park Ave New York, NY 10178
12653	Bear Valley Road Partners LLC Attn Brad Becker c/o Becker Development Investments 12730 High Bluff Dr San Diego, CA 92130

Claim Number	Claim Holder Name and Address
12651	Bear Valley Road Partners LLC Attn Brad Becker c/o Becker Development Investments 12730 High Bluff Dr San Diego, CA 92130
12713	Bel Air Square LLC c/o Bert Bittourna Esq Inland US Management LLC Inland Real Estate Group 2901 Butterfield Rd 3 rd Fl Oak Brook, IL 60523
12163	Benenson Columbus OH Trust c/o Niclas A Ferland Esq LeClairRyan A Professional Corporation 555 Long Wharf Dr 8 th Fl New Haven, CT 06511
10814	Berkshire Management Corp Agent for Berkshire Hyannis LLC Premises Located at 624 640 Iyanough Road Barnstable MA c/o David L Pollack Ballard Spahr Andrews & Ingersoll LLP 1735 Market St 51 st Fl Philadelphia, PA 19103-0000
8786	BEV CON 1 LLC c/o Vornado Realty Trust 210 Rte 4 E Paramus, NJ 07652
9952	BFLO Waterford Associates LLC Attn James S Carr Esq Robert L LeHane Esq Kelley Drye & Warren 101 Park Ave New York, NY 10178

Claim Number	Claim Holder Name and Address
13440	Bond Circuit I Delaware Business Trust Attn James S Carr Esq Robert L LeHane Kelley Drye & Warren LLP 101 Park Ave New York, NY 10178
12765	Bond Circuit IV Delaware Business Trust Mark B Conlan Esq Gibbons PC One Gateway Ctr Newark, NJ 07102-5310
15019	Bond Circuit IV Delaware Trust Mark B Conlan Esq Gibbons PC One Gateway Ctr Newark, NJ 07102-5310
13426	Bond Circuit VI Delaware Business Trust Attn James S Carr Esq & Robert L LeHane Kelley Drye & Warren LLP 101 Park Ave New York, NY 10178
12168	Brandywine Grande C LP c/o Jefferies Leveraged Credit Products LLC One Station Pl Three N Stamford, CT 06902
7888	BY PASS DEVELOPMENT CO LLC 10689 N PENNSYLVANIA ST INDIANAPOLIS, IN 46280

Claim Number	Claim Holder Name and Address
12169	Cardinal Capital Partners Inc & 680 S Lemon Ave Co LLC c/o Niclas A Ferland Esq LeClairRyan A Professional Corporation 545 Long Wharf Dr 9th Fl New Haven, CT 06511
12915	Carolina Pavilion Company c/o Amy Pritchard Williams Esq K&L Gates LLP 214 N Tryon St Hearst Tower 47th Fl Charlotte, NC 28202
12328	Catellus Operating Limited Partnership a Delaware LP ProLogis Attn Elizabeth Bouton Property Manager 841 Apollo St Ste 350 El Segundo, CA 90245
12706	CC 223 Andover Park East Tukwila LLC Attn David J LaSota c/o Chapman and Cutler LLP 111 W Monroe St Chicago, IL 60603
14522	CC Acquisitions LP Attn Vivian Dubin Associate General Counsel NYLIFE Real Estate Holdings LLC Gen 51 Madison Ave New York, NY 10010
14518	CC Acquisitions LP Attn Vivian Dubin Associate General Counsel NYLIFE Real Estate Holdings LLC Gen 51 Madison Ave New York, NY 10010

Claim Number	Claim Holder Name and Address
12721	CC Acquisitions LP Attn Vivian Dubin c/o NYLIFE Real Estate Holdings LLC Gen 51 Madison Ave New York, NY 10010
12718	CC Acquisitions LP Attn Vivian Dubin c/o NYLIFE Real Estate Holdings LLC Gen 51 Madison Ave New York, NY 10010
12722	CC Acquisitions LP Attn Vivian Dubin c/o NYLIFE Real Estate Holdings LLC Gen 51 Madison Ave New York, NY 10010
14521	CC Acquisitions LP Attn Vivian Dubin Associate General Coun c/o NYLIFE Real Estate Holdings LLC Gen 51 Madison Ave New York, NY 10010
14523	CC Acquisitions LP Attn Vivian Dubin c/o NYLIFE Real Estate Holdings LLC Gen 51 Madison Ave New York, NY 10010
14574	CC Acquisitions LP Attn Vivian Dubin c/o NYLIFE Real Estate Holdings LLC Gen 51 Madison Ave New York, NY 10010

Claim Number	Claim Holder Name and Address
14577	CC Acquisitions LP Attn Deborah J Piazza Esq c/o Hodgson Russ LLP 60 E 42nd St 37th Fl New York, NY 10165
12725	CC Acquisitions LP Attn Vivian Dubin c/o NYLIFE Real Estate Holdings LLC Gen 51 Madison Ave New York, NY 10010
12818	CC Hamburg NY Partners LLC Mark B Conlan Esq Gibbons PC 1 Gateway Ctr Newark, NJ 07102-5310
9413	CC Independence LLC Attn Eric J Rietz Esq c/o Priscilla Rietz 1355 Lemond Road Owatonna, MN 55060
11572	CC Investors 1996 14 Kamin Realty Company 490 S Highland Ave Pittsburgh, PA 15206
7162	CC Investors 1996 17 c/o Niclas A Ferland Esq LeClairRyan A Professional Corporation 555 Long Wharf Dr 8th Fl New Haven, CT 06511

Claim Number	Claim Holder Name and Address
11829	CC Investors 1996 9 Kamin Realty Company 490 S Highland Ave Pittsburgh, PA 15206
9955	CC Investors 1997 11 Attn James S Carr Esq Robert L LeHane Esq Kelley Drye & Warren 101 Park Ave New York, NY 10178
9407	CC Lafayette LLC Attn Eric J Rietz Esq c/o Priscilla Rietz 1355 Lemond Road Owatonna, MN 55060
9416	CC Madison PJR LLC CC Madison EJR LLC CC Madison TFR LLC & CC Madison JLR LLC Attn Eric J Rietz Esq c/o Priscilla Rietz 1355 Lemond Road Owatonna, MN 55060
9424	CC Minnetonka LLC Attn Eric J Rietz Esq c/o Priscilla Rietz 1355 Lemond Road Owatonna, MN 55060
9417	CC Roseville LLC Attn Eric J Rietz Jr c/o Priscilla Rietz 1355 Lemond Road Owatonna, MN 55060

Claim Number	Claim Holder Name and Address
12937	CCMS 2005 CD1 Hale Road LLC c/o Mindy A Mora Bilzin Sumberg Baena Price & Axelrod LLP 200 S Biscayne Blvd Ste 2500 Miami, FL 33131
12541	Cencor Realty Services Inc Agent for SWQ 35 Forum LTD Located in San Antonio TX c/o David L Pollack Esq Ballard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103
12677	Centro Properties Group t/a Coastal Way Brooksville FL c/o David L Pollack Ballard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103
8096	Centro Properties Group t/a Commons at Chancellor Charlotte NC c/o David L Pollack Ballard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103
8487	Centro Properties Group t/a Northridge Plaza Milwaukee WI c/o David L Pollack Ballard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103
12625	Centro Properties Group t/a Pensacola Square Pensacola FL c/o David L Pollack Ballard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103

Claim Number	Claim Holder Name and Address
8488	Centro Properties Group t a Sharpstown Plaza Houston TX c o David L Pollack Ballard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103
12678	Centro Properties Group t a Sun Plaza Walton Beach FL c o David L Pollack Ballard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103
8490	Centro Properties Group t a Venture Point Duluth GA c o David L Pollack Ballard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103
12555	Centro Properties Group ta Bakersfield Commons Bakersfield CA c o David L Pollack Esq Ballard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103
12616	Centro Properties Group ta Baybrook Gateway Webster TX c o David L Pollack Ballard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103
12538	Centro Properties Group ta Chamberlain Plaza Meriden CT c o David L Pollack Ballard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103

Claim Number	Claim Holder Name and Address
8093	Centro Properties Group ta Conyers Crossroads Conyers GA c/o David L Pollack Ballard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103
12528	Centro Properties Group ta Dickson City Crossing Dickson City PA c/o David L Pollack Ballard Spahr Andrews & Ingersoll 1735 Market St 51st Fl Philadelphia, PA 19103
12639	Centro Properties Group ta Esplanade Shopping Center Oxnard CA c/o David L Pollack Ballard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103
12628	Centro Properties Group ta Freshwater Stateline Plaza Enfield CT c/o David L Pollack Ballard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103
12637	Centro Properties Group ta Heritage Square Naperville IL c/o David L Pollack Ballard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103
12582	Centro Properties Group ta Innes Market Salisbury NC c/o David L Pollack Ballard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103

Claim Number	Claim Holder Name and Address
12560	Centro Properties Group ta Memphis Commons Memphis TN c/o David L Pollack Ballard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103
12531	Centro Properties Group ta Midway Market Square Elyria OH c/o David L Pollack Esq Ballard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103
12638	Centro Properties Group ta Montebello Plaza Montebello CA c/o David L Pollack Ballard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 215-864-8325
12626	Centro Properties Group ta Northridge Plaza Milwaukee WI c/o David L Pollack Ballard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103
12618	Centro Properties Group ta Springbrook Plaza Clanton OH c/o David L Pollack Ballard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103
12558	Centro Properties Group ta University Commons Greenville Greenville NC c/o David L Pollack Ballard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103

Claim Number	Claim Holder Name and Address
1604	Centro Properties Group ta Valley Crossing Hickory NC c o David L Pollack Ballard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103
12542	Centro Properties Group ta Westminster City Center Westminster CO c o David L Pollack Esq Ballard Spahr Andrews & Ingersoll LLP 1735 Market St 51st Fl Philadelphia, PA 19103
11238	CENTURY PLAZA DEVELOPMENT CORPORATION John C Willsie Corporate Counsel The Seeno Companies 4021 Port Chicago Hwy Concord, CA 94520-0000
11669	CENTURY PLAZA DEVELOPMENT CORPORATION John C Willsie Corporate Counsel The Seeno Companies 4021 Port Chicago Hwy Concord, CA 94520
12981	CGCMT 2006 C5 Glenway Avenue LLC c o Mindy Mora Esq Bilzin Sumberg Baena Price & Axelrod LLP 200 S Biscayne Blvd Ste 2500 Miami, FL 33131